BILL GARRETT, Davidson County
Trans:T20150073319 DEEDWARRSP
Recvd: 08/28/15 13:35 6 pgs
Fees:33.00 Taxes:112850.00
20150828-0087499

SPECIAL WARRANTY DEED

FROM: Cumberland Multifamily Partners, LLC, a Delaware limited liability company
TO: Cumberland View Apartments Partnership, a Tennessee general partnership

Address New Owner as follows:	Send Tax Bills to:	Map-Parcel Number:
Cumberland View Apartments Partnership 4535 Harding Pike, Suite 309 Nashville, Tennessee 37205	(same)	102-00-0-057.00

THIS INSTRUMENT PREPARED BY: Waller Lansden Dortch & Davis, LLP, Nashville City Center, 511 Union Street, Suite 2700, Nashville, Tennessee 37219-8966

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Thirty Million Five Hundred Thousand and No/100 Dollars ($30,500,000.00).

Affiant

Subscribed and sworn to before me, this the 20 day of August, 2015.

Notary Public

My Comm. Expires: 11-5-2018

CHERYL W MARTIN
STATE OF TENNESSEE NOTARY PUBLIC
CHEATHAM COUNTY

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged **CUMBERLAND MULTIFAMILY PARTNERS, LLC**, a Delaware limited liability company, hereinafter called "GRANTOR", has bargained and sold, and by these presents does transfer and convey unto **CUMBERLAND VIEW APARTMENTS PARTNERSHIP**, a Tennessee general partnership, hereinafter called "GRANTEE", its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit (the "Property"):

BEGINNING at an iron pin in the northerly right-of-way of Cabot Drive, said point being 156 feet, more or less, from the center line of Upton Drive, thence with Cabot Drive, South 48 degrees 10' 09" West 85.00 feet to a monument, the

beginning of a curve to the left; thence around said curve having a radius of 400.00 feet and a central angle of 29 degrees 40' 09", 207.13 feet to an iron pin; thence South 18 degrees 30' West 76.12 feet to an iron pin, the beginning of a curve to the right; thence around said curve having a radius of 350.00 feet and a central angle of 29 degrees 39' 59" 181.22 feet to an iron pin: thence South 48 degrees 09' 59" West 246.00 feet to an iron pin; thence leaving the right-of-way of Cabot Drive, North 41 degrees 50' 01", West 153.00 feet to an iron pin, the beginning of a curve to the left; thence around said curve having a radius of 500.00 feet and a central angle of 44 degrees 00', 383.97 feet to an iron pin; thence North 18 degrees 54' 52" West, passing a witness pin at 496.81 feet, a total distance of 564.00 feet to the low water line of the Cumberland River, being elevation 367.3; thence with said low water line, North 51 degrees 28' 39" East 350.58 feet to a point; thence leaving said Cumberland River, South 83 degrees 18' 16" East, passing a witness pin at 85.85 feet, a total distance of 201.00 feet to an iron pin in the westerly line of Charlotte Park Subdivision, Section 26; thence with said Subdivision's line South 67 degrees 57' 20" East 399.37 feet to an iron pin; thence South 59 degrees 37' 46" East 98.51 feet to an iron pin; thence South 41 degrees 50' 01" East 260.59 feet to the point of beginning.

Included in the foregoing description, but excluded from the Property conveyed hereby, is all of that certain tract of land described in and conveyed by document recorded as Instrument No. 20070504-0053645 in the Register's Office, which Grantor does not own and does not convey to Grantee.

Being part of the same property conveyed to CUMBERLAND MULTIFAMILY PARTNERS, LLC, a Delaware limited liability company, by special warranty deed from EDWIN B. RASKIN, Trustee for Riverbend Company, recorded in Instrument No. 20111222-0100188, in the Register's Office.

Said property is transferred subject to the limitations, restrictions, and encumbrances set forth below.

1. Any discrepancies, conflicts, easements, boundary line disputes, any shortages in area, encroachments or protrusions, or overlapping of improvements which would be disclosed by an inspection and accurate survey of the premises.

2. Rights of tenants in possession as of the date hereof, as tenants only, under prior unrecorded residential leases without options to purchase or rights of first refusal.

3. Any facts, rights, interests or claims which are not shown by the public record, but which could be ascertained by an inspection of the land or by making inquiry of person(s) in possession thereof.

4. General or special taxes and assessments required to be paid in the year 2015 and subsequent years for Map-Par. 102-00-0-057.00.

5. Multifamily Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing executed by Cumberland Multifamily Partners, LLC, a Delaware limited liability company to R. Kirkland Moser, trustee, for the benefit of CBRE Multifamily Capital, Inc., dated November 27, 2013, recorded November 27, 2013 at 12:27 p.m. of record as Instrument No. 20131127-0121807, Register's Office for Davidson County, Tennessee, given to secure the original principal amount of $15,750,000.00.

   Assignment of Security Instrument by CBRE Multifamily Capital, Inc. to Fannie Mae dated November 27, 2013 and recorded November 27, 2013 of record as Instrument No. 20131127-0121809, Register's Office for Davidson County, Tennessee.

6. Assumption and Release Agreement of even date herewith by and among Cumberland Multifamily Partners, LLC, a Delaware limited liability company, Cumberland View Apartments Partnership, a Tennessee general partnership, CAF Partners VI, LLC, a Delaware limited liability company, Jack May, and Fannie Mae to be recorded in the Register's Office for Davidson County, Tennessee immediately after the recordation of this Special Warranty Deed.

7. Financing Statement from Cumberland Multifamily Partners, LLC, a Delaware limited liability company, as Debtor, to CBRE Multifamily Capital, Inc., as Secured Party and showing Fannie Mae, as Assignee, of record as Instrument No. 20131127-0121808, Register's Office for Davidson County, Tennessee, as amended by that certain Financing Statement of even date herewith to be recorded in the Register's Office for Davidson County, Tennessee immediately after the recordation of this Special Warranty Deed.

8. Multifamily Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing executed by Cumberland Multifamily Partners, LLC, a Delaware limited liability company to R. Kirkland Moser, trustee, for the benefit of CBRE Multifamily Capital, Inc., dated April 24, 2015, recorded April 24, 2015 at 3:11 p.m. of record as Instrument No. 20150424-0037042, Register's Office for Davidson County, Tennessee, given to secure the original principal amount of $6,184,000.00.

   Assignment of Security Instrument by CBRE Multifamily Capital, Inc. to Fannie Mae dated April 24, 2015 and recorded April 24, 2015 at 3:12 p.m. of record as Instrument No. 20150424-0037044, Register's Office for Davidson County, Tennessee.

9. Assumption and Release Agreement of even date herewith by and among Cumberland Multifamily Partners, LLC, a Delaware limited liability company, Cumberland View Apartments Partnership, a Tennessee general partnership, CAF Partners VI, LLC, a Delaware limited liability company, Jack May, and Fannie

Mae to be recorded in the Register's Office for Davidson County, Tennessee immediately after the recordation of this Special Warranty Deed.

10. Financing Statement from Cumberland Multifamily Partners, LLC, a Delaware limited liability company, as Debtor, to CBRE Multifamily Capital, Inc., as Secured Party and showing Fannie Mae, as Assignee, of record as Instrument No. 20150424-0037043, Register's Office for Davidson County, Tennessee, as amended by that certain Financing Statement of even date herewith to be recorded in the Register's Office for Davidson County, Tennessee immediately after the recordation of this Special Warranty Deed.

11. Laundry Room Lease Agreement, a Memorandum of which is of record in Instrument 20081202-0116751, said Register's Office.

12. Subordination, Non-Disturbance and Attornment Agreement by and between CBRE Multifamily Capital, Inc., a Delaware corporation, (Lender), Cumberland Multifamily Partner, LLC, a Delaware limited liability company (Landlord) and Mac-Gray Services, Inc. (Tenant), dated November 27, 2013, not of record.

13. Easement for Flowage of the Cumberland River to the United States of record in Book 2155, page 311, said Register's Office.

14. Easement for Right of Way reserved in Deed by Mary Napier Ganier, Conservator of Mary C. Napier and Albert F. Ganier, Trustee of record in Book 4551, page 466, said Register's Office.

15. Agreement for Dedication of Easement for Sanitary and/or Storm Drainage granted to the Metropolitan Government of Nashville and Davidson County of record in Book 4606, page 275, said Register's Office.

16. All right, title or claim of any character by the United States, state, local government or by the public generally in and to any portion of the land lying within the current or former bed, or below the ordinary high water mark, or between the cut banks of a stream navigable in fact or in law.

17. Right of riparian water rights owners to the use and flow of the water of the Cumberland River.

18. The consequence of any past or future change in the location of the bed of the Cumberland River.

This is improved property commonly known as 6700 Cabot Drive, Nashville, Tennessee 37209.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEE, its successors and assigns,

forever, and GRANTOR further covenants and binds itself, its successors and assigns to warrant specially and forever defend the title to said real estate to GRANTEE, its successors and assigns, against the lawful claims of all persons claiming through and under GRANTOR (other than claims arising out of the matters set forth above), but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

[Signature page follows]

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed this 28 day of August, 2015.

GRANTOR:

CUMBERLAND MULTIFAMILY PARTNERS, LLC, a Delaware limited liability company

By: _____
Name: Gavan D. White
Title: Manager

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Gavan D. White, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be the Manager of **CUMBERLAND MULTIFAMILY PARTNERS, LLC**, a Delaware limited liability company, the within named grantor, and being authorized so to do, executed the foregoing instrument for the purposes therein contained on behalf of the foregoing entity.

Witness my hand and seal, this the 11th day of August, 2015.

_____
NOTARY PUBLIC

My Commission Expires: 1.24.17

KIMBERLY SWAYZE
STATE OF TENNESSEE NOTARY PUBLIC
COUNTY OF RUTHERFORD

4820-2728-0165.4